

The Sexual Medicine Society of North America, Inc.
(Thirteenth Amendment approved on October 22, 2021)

BYLAWS

Article I - Name

Article II - Purpose

Article III - Membership

Article IV - Officers

Article V - Board of Directors

Article VI - Standing Committees

Article VII - Scientific Meeting

Article VIII – Annual Business Meeting

Article IX - Dues

Article X - Amendments

Article XI - Rules of Order

Article XII - Disciplinary Action

Article XIII - Conflicts and Disclosures

**ARTICLE I
NAME**

Section A.: Name

1. The name of this Society is The Sexual Medicine Society of North America, Inc. hereafter referred to as SMSNA.

**ARTICLE II
PURPOSE**

Section A.: Purpose of the Society

1. The purposes of the SMSNA are to:
 - a) promote, encourage and support the highest standards of practice, research, education and ethics in the study of the anatomy, physiology, pathophysiology, diagnosis and treatment of human sexual function and dysfunction, and
 - b) provide a forum for the free exchange and discussion of new ideas, thoughts and concepts in sexual medicine.

Section B.: Affiliations

1. The Society is affiliated with the American Urological Association Inc, (AUA).
2. The Society is affiliated with the International Society for Sexual Medicine (ISSM).
3. These affiliations may be terminated and/or additional affiliations may be formed by
 - a) Recommendation of the Board of Directors, and

- b) Two-thirds majority of members voting in person at or by electronic mail prior to a business meeting of the Society. This means that both votes cast in person at a business meeting and votes cast by email will be accepted and counted.

ARTICLE III MEMBERSHIP

Section A.: Membership Requirements and Expectations

1. Possession of an unlimited license to practice medicine in the State, Province, or Country of the applicant's practice (if applicable).
2. Interest in and/or practice of sexual medicine that is in keeping with established standards as outlined by the official policies and guidelines of SMSNA
3. Membership in SMSNA requires that members adhere to professional and ethical conduct including but not limited to:
 - a) The use of appropriate advertising or accurate public media statements and positions;
 - b) Making truthful or proven claims or statements.
 - c) Engaging in ethical conduct on internet forums, internet chat rooms, social media websites or other public media platforms.
 - d) Exhibiting professional behavior/conduct related to medical research or the practice of medicine.

Section B.: Membership Process

1. Process for admission of new membership
 - a) Nominations for membership in the Society shall be made by the Membership Committee
 - b) The Membership Committee shall consider applicants by one of two processes
 - i. For Fellow Membership (and Active Membership), the Membership Committee shall consider applications upon receipt of a completed application form and letters of recommendation from two Fellow or Active Members of the Society.
 - ii. For Active Membership, the Membership Committee shall consider applications upon receipt of a completed application form and letters of recommendation from two Fellow or Active Members of the Society.
 - iii. For all other membership categories, the Membership Committee shall consider applicants upon receipt of a completed application form.
 - c) Recommendations of the Membership Committee shall be presented to the Board of Directors for approval.
 - d) Nominations approved by the Board of Directors shall be presented to the Active Membership at a business meeting of the SMSNA.
 - e) Nominees receiving a two-thirds majority of those present at a business meeting shall become members of the Society at that time.

- f) Applicants not receiving approval for membership may not reapply for membership for two (2) years from the date of rejection.

2. Term of Membership

- a) New membership will begin on the date of the business meeting of the SMSNA at which the new member is approved and will extend until December 31 of that year.
- b) For existing members, the term of membership is one calendar year that is from January 1 to December 31 of each year in which dues are paid.

Section C.: Categories of Membership

1. Fellow Membership:

- a) Fellow Membership in SMSNA is open to any Physician (MD/DO), Clinician/Research Scientist (PhD), Advance Practice Provider (APN/PA), Allied Health Professional (LPN/LVN/RN, Technician, Medical Assistant), Social Worker (MSW) or other healthcare or research professional with:
 - i. Membership in the American Urological Association and
 - ii. Membership in the International Society of Sexual Medicine, and
 - iii. Five years of Active Membership in SMSNA.
 - iv. Attendance at a scientific meeting of the SMSNA in at least three of the four years prior to application for Fellow Membership.
 - v. Residence in the United States or Canada, and greater than 25% of clinical and/or research activity devoted to sexual medicine, or recent publication of a paper pertinent to sexual medicine in a peer reviewed journal, or presentation of a paper pertinent to sexual medicine at a meeting of the Sexual Medicine Society of North America, the American Urological Association, a section of the AUA, the International Society for Sexual Medicine, or other similar meeting.
 - vi. Letters of recommendation supporting Fellow Membership from two Fellow Members of SMSNA.
- b) The Board of Directors by majority vote may assign Fellow Membership to individuals who have been put forth by the Membership Committee and who do not strictly meet the stated qualifications of Fellow Membership, if it is considered to be in the best interest of the association.
- c) Dues for Fellow Members will be determined annually by the Board of Directors.
- d) Fellow Members are voting members of the SMSNA. Fellow Members may be elected to the Board of Directors and may serve as Officers of the Society.
- e) Fellow Members must maintain membership in good standing in the AUA and ISSM in order to maintain Fellow Membership status.
- f) Active Members of SMSNA in good standing on April 27, 2003 are automatically granted Fellow Membership.

2. Active Membership:

- a) Active Membership in SMSNA is open to any Physician (MD/DO), Clinician/Research Scientist (PhD), Advance Practice Provider (APN/PA), Allied Health Professional (LPN/LVN/RN, Technician, Medical Assistant), Social Worker (MSW) or other

healthcare or research professional who has completed their terminal degree and training, with

- i. Residence in the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues for Active Members will be determined annually by the Board of Directors.
 - c) Active Members are voting members of SMSNA.
 - d) Active Members may not be elected to the Board of Directors or serve as Officers of the Society.
3. Affiliate Membership:
 - a) Affiliate Membership in the SMSNA is open to any Physician (MD/DO), Clinician/Research Scientist (PhD), Advance Practice Provider (APN/PA), Allied Health Professional (LPN/LVN/RN, Technician, Medical Assistant), Social Worker (MSW) or other healthcare or research professional, with
 - i. Residence in the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues to be paid by Affiliate Members will be determined annually by the Board of Directors.
 - c) Affiliate Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.
 - d) This membership category should also include those members who start a small entrepreneurial business related to sexual medicine but who maintain the majority of their work as a clinician or researcher in the field of sexual medicine.
4. Corresponding Membership:
 - a) Corresponding Membership is open to any Physician (MD/DO), Clinician/Research Scientist (PhD), Advance Practice Provider (APN/PA), Allied Health Professional (LPN/LVN/RN, Technician, Medical Assistant), Social Worker (MSW) or other healthcare or research professional, with
 - i. Residence outside the United States or Canada, and
 - ii. Interest in practice and/or research in sexual medicine.
 - b) Dues to be paid by Corresponding Members will be determined annually by the Board of Directors.
 - c) Corresponding Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.
5. Training Fellow Membership:
 - a) Training Fellow Membership in SMSNA is open to Training Fellows in a recognized SMSNA Fellowship Program
 - b) Dues to be paid by the Training Fellow Members will be determined annually by the Board of Directors.
 - c) Training Fellows are voting members of SMSNA. Training Fellows may not be elected to the Board of Director or serve as Officers of the Society
6. Resident/Student Membership:
 - a) Student Membership in SMSNA is open to persons who are:
 - i. Currently enrolled in a school of medicine, psychology nursing, mental health, social work or other health care field, or

- ii. Currently enrolled in a graduate training program or residency program in urological surgery or other field related to practice and/or research in sexual medicine.
 - b) Dues to be paid by Student Members will be determined annually by the Board of Directors and will be less than full dues.
 - c) Student Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.
- 7. Senior Membership for Senior Membership are in SMSNA is open to any:
 - a) Fellow, Active Affiliate, or Corresponding Members, 64 years and older with 10 years or more of good standing in any SMSNA Membership category
 - b) Senior Members are excused from paying dues.
 - c) Senior Members are voting members of SMSNA. Senior Members may not be elected to the Board of Directors or serve as Officers of the Society.
- 8. Inactive Membership:
 - a) Inactive Membership in SMSNA may be granted to:
 - i. Any Fellow, Active, Affiliate, Corresponding or Student Member incapacitated by illness or accident and thereby unable to pay dues.
 - b) Inactive Members are excused from paying dues.
 - c) Inactive Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.
- 9. Honorary Membership in SMSNA may be granted by majority vote of the membership, following recommendation by the Board of Directors to:
 - a) Any distinguished health care professionals or other prominent person who has made particularly significant contributions to sexual medicine.
 - b) Honorary Members are excused from paying dues.
 - c) Honorary Members do not have voting privileges and may not be elected to the Board of Directors or serve as Officers of the Society.

ARTICLE IV OFFICERS

Section A.: President

1. Duties: The duties of the President are to:
 - a) preside at all meetings of the Society,
 - b) represent the Society to government, legal, press, political, scientific, industrial and other public agencies and/or forums,
 - c) appoint ad hoc committees,
 - d) serve as ex officio member of all committees of this Society,
 - e) serve as Chair of the Board of Directors,
 - f) appoint Fellows or Active Members to vacant offices and committee positions, and
 - g) call special meetings of the Board of Directors.
2. Term: The term of the presidency shall be 2 years.

Section B.: President-Elect

1. Duties: The duties of the President-Elect are to:
 - a) plan, organize and produce the annual spring scientific meeting of the Society,
 - b) serve as President in the event of a temporary or permanent incapacity or unavailability of the president, and
 - c) serve on the Board of Directors.
2. Term: The term of the President-Elect shall be 2 years, after which the President-Elect shall automatically become the President.

Section C.: Secretary

1. Duties: The duties of the Secretary are to:
 - a) conduct all correspondence for the society,
 - b) maintain minutes of business meetings,
 - c) maintain minutes of various committee meetings as needed,
 - d) file necessary legal reports,
 - e) maintain membership files of the Society, and
 - f) serve on the Board of Directors.
2. Term: The Secretary of the Society shall serve for 2 years, renewable once.
3. Nomination for President-Elect: If the Secretary performs the duties of office satisfactorily and receives approval from a majority of the members of the Board of Directors to become President-Elect, the Secretary shall automatically become the President-Elect.

Section D.: Treasurer

1. Duties: The duties of the Treasurer are to:
 - a) collect the dues of the Society
 - b) create and maintain the annual budget of SMSNA
 - c) pay the bills of the Society
 - d) be responsible for the accounts and financial matters of the Society
 - e) file accounting reports
 - f) serve on the Board of Directors
 - g) the periodic audit that is to be done by outside auditors appointed by the officers will be reviewed by the Treasurer and be presented to the Board of Directors as well as the membership on an annual basis by the Treasurer
2. Term: The Treasurer of the Society shall serve for 2 years, renewable once

Section E.: Immediate Past-President

1. Duties: The duties of the Immediate Past President are to:
 - a) assist the President by providing historical context and guidance as needed,
 - b) serve as Nominating Committee Chair to help cultivate and identify a slate of elected officers for each open office and committee position, and
 - c) serve on the Board of Directors.
2. Term: The term of the Immediate Past President shall be 2 years.

Section F.: Eligibility for Office

1. Only Fellow Members are eligible to become officers of the Society

Section G.: Election of Officers

1. The Board of Directors shall determine the date of the annual election of officers and elected committee members of the Society.
2. Votes for election of officers and elected committee members of the Society may be cast in person at the business meeting at which the vote is being held or by electronic submission to the Administrative Director of the Society
3. Electronic votes must be received by the Administrative Director by 0001 hours (12:01 AM) on the day of the business meeting at which the vote is being held

Section H.: Inauguration of Term of Office

1. The term of each officer shall begin the day of election at the annual business meeting

**ARTICLE V
BOARD OF DIRECTORS**

Section A.: Function

The function of the Board of Directors is to:

1. Formulate and execute policy of the Society over such matters as meetings, communications, electronic connectivity, membership, finances, publicity, elections, public education and other matters as appropriate and necessary.
2. Authorize the creation of new standing committees.
3. Authorize the termination of existing standing committees.
4. Appoint an outside auditor annually for a full audit of the financial records of the society.

Section B.: Executive Committee of the Board of Directors

1. The Executive Committee of the SMSNA Board shall consist of the President, Immediate Past-President, President-Elect, Secretary and Treasurer.
2. The Executive Committee shall be chaired by the President.
3. The Executive Committee shall be responsible for the routine administration of the Society and for execution of routine matters of the Society's business.
4. The Executive Committee shall consult with the entire Board concerning matters which are not routine and matters which are controversial.

Section C.: Composition of the Board of Directors

The Board of Directors shall be composed of the following members:

1. The current President
2. The current Secretary
3. The current Treasurer
4. The President-Elect
5. The Immediate Past President
6. The Chair of the Website Committee
7. The Chair- of the Meeting Committee
8. The Chair- of the Surgical Committee

10. The Chair of the Basic Science Sexual Medicine Committee
11. The Chair of the Mental Health Sexual Medicine Committee
12. Three members at large, preferably from different geographic areas, and/or different subspecialty interests and/or both sexes, elected by the voting members at a business meeting of the Society.
13. At least a simple majority of the voting members of the Board of Directors must be members of the American Urological Association and all voting members of the Board of Directors must be members of the International Society for Sexual Medicine.
14. Ex Officio members of the Board of Directors shall be the Historian, all Past Presidents other than the Immediate Past-President, and the Editor and Associate Editors of the Society's official journal if the Editor and Associate Editor are SMSNA members.

Section D.: Terms of Office

1. The current President, President-Elect, immediate Past President Secretary and Treasurer shall serve on the Board of Directors during their terms of office.
2. Three members at large will be elected at the annual business meeting.
3. The term of Membership at-Large on the Board of Directors is 2 years.

Section F.: Election of Officers and Directors

1. The Board of Directors shall determine the date of the annual election for Members-at-Large and other elected positions of the Society.
2. Votes for Members-at-Large of the Board of Directors and for other offices of the Society may be cast in person at the business meeting at which the vote is being held or by electronic submission to the Administrative Director of the Society.
3. Electronic votes must be received by the Administrative Director by 0001 hours (12:01 AM) on the day of the business meeting at which the vote is being held.

Section G.: Eligibility for Board of Directors

1. Only Fellow Members are eligible to become Directors of the Society.

**ARTICLE VI
STANDING COMMITTEES**

Section A.: Membership Committee

1. Function: The functions of the Membership Committee are to:
 - a) promote growth of the Society by encouraging new membership
 - b) review applications for membership, particularly for proper categories of membership and accuracy of credentials
 - c) recommend new members to the Board of Directors
2. Composition:
 - a) The Membership Committee shall be composed of 3 members
 - b) The Chair shall be appointed by the President.
 - c) The Chair will select 2 additional members to be approved by the President.

3. Term:
 - a) the term of office of the Membership Committee shall be 2 years.

Section B.: Nominating Committee

1. Function:
 - a) The function of the Nominating Committee is to recommend a slate of officers for each open office and committee position. The slate will be approved by the Board of Directors and presented to the SMSNA Membership for election at the annual business meeting of the Society.
2. Composition:
 - a) The Nominating Committee shall consist of the following five (5) members:
 - i. the immediate Past President, who shall serve as Chair of the Nominating Committee
 - ii. the current Secretary
 - iii. 3 most recent past presidents before the immediate past president
3. Term:
 - a) the immediate Past President and Secretary shall serve on the Nominating Committee during their terms of office
 - b) the term of office for Past Presidents other than the immediate of the Nominating Committee shall be as they fulfill the requirement of section B 2a) iii

Section C.: Meeting Committee

1. Function:
 - a) The functions of the Meeting Committee are to:
 - i. plan and organize the scientific meetings of the Society,
 - ii. plan and organize the social programs of the Society's meetings, and
 - iii. plan other scientific programs as needed and appropriate
2. Composition: The Meeting Committee shall consist of
 - a) The Program Chair of the Society's next_fall/winter research meeting, appointed by the President with the approval of the Board of Directors, who shall be the Chair of the Meeting Committee,
 - b) The Chair of the previous Scientific Program held during the annual meeting of the AUA.
 - c) The Secretary of the Society,
 - d) The Treasurer of the Society,
 - e) Several members of the society appointed by the president with board approval which would reflect those with scientific meeting planning skills which represent the scope of the Society of Sexual Medicine or represent a local arrangement person.
3. Organization of the Meeting Committee:
 - a) The Meeting Committee shall be responsible for the scientific, administrative, and fiscal aspects of the annual fall/winter research and other meetings, including but not limited to:
 - i. hiring and supervising a professional meeting organizer to provide administrative and organizational assistance for the meeting,

- ii. establishing a budget for the meeting,
- iii. assist in the selecting the venue of future meetings,
- iv. negotiating fees and costs of meeting services vendors,
- v. establishing the scientific format of the meeting, appointing and supervising Abstract Selection and Prize Paper Sub Committees,

Section D.: Website Committee

1. Function
 - a) The function of the Website Committee is to maintain and monitor an effective and current website for SMSNA.
2. Composition
 - a) The Chair of the Website Committee shall be elected by the SMSNA Membership.
 - b) The Chair shall submit to the Board of Directors a list of 4 or 6 members of SMS to serve on the Website Committee.
 - c) After receiving approval of the Board of Directors, the President of SMSNA shall appoint to the Website Committee those members nominated by the Website Committee Chair.
3. Terms of Office
 - a) The term of Office of the Website Committee Chair will be 2 years, renewable once.
 - b) The term of office of the Website Committee members other than the Chair is one year.
 - d) The Chair of the Website Committee shall be a member of the Board of Directors.

Section E.: Surgical Committee

1. Function
 - a) Ensure the integrity of surgical representation on the Board of Directors
 - b) Promote the highest quality of surgical education for members, trainees, and allied health.
 - c) Promote surgical research among members and training
 - d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
 - e) Act as liaison in the development of any future credentialing standards in Sexual Medicine and Surgery
2. Composition
 - a) The Chair of the Surgical Committee shall be elected by the SMSNA Membership.
 - b) The Chair shall serve as a member of the Website and Meeting Committees
 - c) The Chair shall submit to the Board of Directors as list of 2 to 4 Active members of SMSNA to serve on the Surgical Committee
 - d) After receiving approval of the Board of Directors, the President of SMSNA shall appoint to the Surgical Committee those members nominated by the Surgical Committee Chair
3. Terms of Office
 - a) The term of office of the Surgical Committee Chair will be 2 years

- b) The term of office of the Surgical Committee members other than the Chair is one year

Section F.: Female Sexual Function Committee

1. Function

- a) Ensure the integrity of female sexual medicine practitioner representation on the Board of Directors
- b) Promote the highest quality of female sexual medicine education for members, trainees, and allied health
- c) Promote female sexual medicine research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in sexual medicine and surgery

2. Composition

- a) The Chair of the Female Sexual Function Committee shall be appointed by the SMSNA President.
- b) The Chair shall serve as a member of the Website and Meeting Committees
- c) The Chair shall submit to the Board of Directors a list of 2 to 4 active members of the SMSNA to serve on the Female Sexual Function Committee
- d) After receiving approval of the Board of Directors, the President of SMSNA shall appoint to the Female Sexual Function Committee those members nominated by the Female Sexual Function Committee

3. Terms of Office

- a) The term of office of the Female Sexual Function Committee Chair will be 2 years
- b) The term of office of the Female Sexual Function Committee members other than the Chair is one year

Section G.: Basic Science Committee

1. Function

- a) Ensure the integrity of basic scientist representation on the Board of Directors
- b) Promote the highest quality of basic science education for members, trainees, and allied health
- c) Promote basic science research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in basic science

2. Composition

- a) The Chair of the Basic Science Sexual Medicine Committee shall be elected by the SMSNA Membership.
- b) The Chair shall serve as a member of the Website and Meeting Committees
- c) The Chair shall submit to the Board of Directors a list of 2 to 4 active members of the SMSNA to serve on the Basic Science Committee

- d) After receiving approval of the Board of Directors, the President of SMSNA shall appoint to the Basic Science Committee those members nominated by the Basic Science Committee

3. Terms of Office

- a) The term of office of the Basic Science Committee Chair will be 2 years
- b) The term of office of the Basic Science Committee members other than the Chair is one year

Section H.: Mental Health Committee

1. Function

- a) Ensure the integrity of mental health professional on the Board of Directors
- b) Promote the highest quality of psychiatric and psychological education for members, trainees, and allied health
- c) Promote mental health research among members and training
- d) Interact with the standing committees and ad hoc committees in efforts to develop future projects
- e) Act as liaison in the development of any future credentialing standards in basic science

2. Composition

- a) The Chair of the Mental Health Committee shall be elected by the SMSNA Membership.
- b) The Chair shall serve as a member of the Website and Meeting Committees
- c) The Chair shall submit to the Board of Directors a list of 2 to 4 active members of the SMSNA to serve on the Mental Health Committee
- d) After receiving approval of the Board of Directors, the President of SMSNA shall appoint to the Mental Health Committee those members nominated by

the Mental Health Committee

3. Terms of Office

- a) The term of office of the Mental Health Committee Chair will be 2 years
- b) The term of office of the Mental Health Committee members other than the Chair is one year

Section I.: Ethics Committee

1. Function:

- a) The function of the Ethics Committee is to review any serious infractions of the law or of the canons of medical ethics brought to its attention. The Committee will follow the **Consideration and Challenge procedures** outlined in Article XI: Section B.: Discipline and Disqualification

2. Composition

- a) The Ethics Committee shall consist of the following five (5) members:
 - i. A Past President, who shall serve as Chair of the Ethics Committee

- ii. Chair of the Conflict of Interest (COI) Committee
 - iii. Chair of the Membership Committee
 - iv. 2 Fellow Members not on the Board of Directors appointed by the President
3. Terms of Office
 - a) A Past-President shall serve as Chair of the Ethics Committee for a term of two years.
 - b) COI and Membership Committee Chairs serving at the time that the committee is convened.
 - c) Fellow Members not on the Board of Directors for a period of up to two years or until the President's term ends.

Section J.: Conflict of Interest (COI) Committee

1. Function:
 - a) The function of the Conflict of Interest Committee is to manage the Society's Conflict of Interest Policy and oversee the review of disclosures for potential conflicts of interest as defined in Article XII.
2. Composition:
 - a) The Conflict of Interests Committee shall consist of a Chair and at least two (2) members appointed by the President.
3. Terms of Office:
 - a) The Committee will serve a term of up to two years or until a new President is elected.

Section K.: Voting for Elected Committee Members

1. Two-thirds majority of members voting in person at or by electronic mail prior to a business meeting of the Society. This means that both votes cast in person at a business meeting and votes cast by email will be accepted and counted.
2. Electronic votes must be received by the Administrative Director by 24 hours prior to the scheduled business meeting at which the vote is being held.

**ARTICLE VII
SCIENTIFIC MEETING**

Section A.: Date and Location

1. Scientific meetings of the Sexual Medicine Society of North America, Inc. shall be held at locations and dates to be decided by the Board of Directors upon recommendation of the Meeting Committee.

Section B.: Purpose

The purpose of the Scientific Meetings of the Society are to:

1. Provide an open forum for free exchange of ideas, concepts and discussion on matters related to sexual medicine.
2. Provide an environment of critical scientific inquiry, open peer review and high ethical and moral standards for this forum.

Section C.: Conflict of Interest

Any relationship between investigators, speakers, or other participants at the scientific meeting of the Society and businesses, corporations, individuals or other agents, private or public, financial or non-financial, which could be perceived as even remotely influencing the scientific judgment of the investigator, speaker, or participant must be revealed at the beginning of the presentation given by the investigator, speaker, or participant.

**ARTICLE VIII
ANNUAL BUSINESS MEETING**

Section A.: Location

The Annual Business Meeting is the meetings of members and may be held electronically or at a location as may be designated from time to time by resolution of the Board of Directors, as hereinafter provided.

Section B.: Notice of meetings

Notice of each meeting shall be given to each voting member, by mail or electronically, not less than one month prior to the meeting.

Section C: Quorum

A quorum at any meeting of members consists of 30 Full Members, or 20% of the membership if that is a lesser number, represented in person. The members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken, other than adjournment, is approved by at least a majority of members required to constitute a quorum. In the absence of a quorum, any meeting of members may be adjourned from time to time by the vote of a majority of the votes represented in person. However, no other business may be transacted.

Section D: Voting

All issues to be voted on shall be decided by a two-thirds majority of those members voting in person at or by electronic mail prior to the annual business meeting of the Society. This means that both votes cast in person at a business meeting and votes cast by email will be accepted and counted.

ARTICLE IX DUES

Section A.: Level of Dues

1. The Board of Directors shall establish annual dues which will
 - a) assure the financial security of the Society,
 - b) ensure prompt payment of bills,
 - c) maintain the Society in a state of solvency,
 - d) maintain the Society in a state of good credit,
 - e) provide financial reserves for unpredictable needs,
 - f) provide for scholarship, grants or other financial awards to deserving individuals as deemed appropriate by the Society, and
 - g) pay for the expenses of the scientific meetings of the Society including honoraria for and travel expenses of invited speakers.

Section B.: Due Date of Dues

1. To maintain membership in any membership category, dues must be paid by May 1st of the year of membership.
2. Failure to pay dues by May 1st of any calendar year will result in suspension of voting and other privileges of membership until dues are paid.
3. Failure to pay dues by December 31 of any calendar year will without exception result in termination of membership.
4. Reinstatement after loss of membership shall require payment of all back dues plus a reinstatement fee to be determined each year by the Board of Directors.

ARTICLE X AMENDMENTS

Section A.: Process for Amending Bylaws

1. Recommendations for Amendments to these Bylaws must be presented in writing to the Board of Directors.
2. Recommendations for amendments approved by the Board of Directors shall be sent for review to the Active Members of the SMSNA at least one month prior to the next business meeting of the Society.

3. Recommendations for amendments approved by the Board of Directors shall be presented by the President to the next business meeting of the Society.
4. Recommendations for amendments not approved by the Board of Directors may be presented by the author of the amendment to the next business meeting of the Society for discussion.
 - a) a vote on any unapproved amendment shall be held at a business meeting of the Society which occurs no less than 100 days following the business meeting at which the unapproved amendment was discussed.
5. Amendments, either approved or unapproved by the Board of Directors shall be decided by a two-thirds majority of those members voting in person at or by electronic mail.
6. Voting members may vote either in person at the business meeting or by electronic vote.
7. Electronic votes must be received by the Administrative Director of the Society by 0001 Hours (12:01AM)) on the day of the business meeting at which the amendment vote is being held.

ARTICLE XI RULES OF ORDER

Section A.: Rules of Order

1. Roberts Rules of Order shall govern all proceedings, committees and meetings of the Society.

ARTICLE XII DISCIPLINARY ACTION

Section A.: Causes of Disciplinary Action

1. Disciplinary action may be taken by the Society for the following causes:
 - a) Plagiarism,
 - b) Inappropriate advertising or public media statements and positions;
 - c) Falsification of scientific data or other breaches of professional behavior or conduct related to medical research or the practice of medicine.
 - d) Misleading, untruthful, unfounded, or unproven claims or statements;
 - e) Breaches of ethical conduct, including, but not limited to, the inappropriate posting of derogatory, misleading, untruthful, or unfounded comments on internet forums, internet chat rooms, social media websites of other public media platforms.
 - f) Conviction of a felony or other serious criminal offense in a court of law in the United States and Canada,
 - g) Action detrimental to the Society,
 - h) Violation of the Bylaws of the Society including, but not limited to, actions which arise from a conflict between a member's professional or personal activities and the goals, purposes and spirit of the Society, and
 - i) Other actions which undermine the goals, purposes and spirit of the Society.

2. Scientific controversies and professional disputes which may occur in opinion letters to scientific journal editors or within publications, or professional disagreements on issues relating to research or within the practice of medicine are not discouraged by SMSNA and are not grounds for disqualification from SMSNA membership.

Section B.: Discipline and Disqualification

1. Complaints and Referrals. All matters of discipline shall be considered by the board of directors with possible decision for immediate referral to the Ethics Committee of the Society or dismissal of the complaint or referral. The Ethics Committee, after deliberation of matters of discipline, shall report the findings and recommendations to the executive board for further adjudication.
2. Censure of a Member. The SMSNA Board of Directors may, following an investigation by the Ethics Committee, vote to sanction a member by issuing a letter of censure for a violation of SMSNA policy or professional misconduct. Censures are generally reserved for first-time offenses that do not rise to the level of a rebuke. A censure is confidential between the SMSNA Board of Directors and the member and has no impact upon a member's good standing. All censures are kept on file at the SMSNA for tracking of disciplinary actions and may be considered in subsequent disciplinary actions.
3. Rebuke of a Member. The SMSNA Board of Directors may, following an investigation by the Ethics Committee, vote to sanction a member by issuing a formal rebuke or, if the misconduct is deemed egregious, consider expulsion of the member. Grounds for a rebuke may include, but are not limited to:
 - a) inappropriate advertising which is defined to include misleading, untruthful, unfounded or unproven claims, or other similar misdemeanors;
 - b) expulsion from a hospital staff for grounds involving improper or unprofessional conduct,
 - c) breach of an applicable code of ethics, or departure from conduct or professional ethical standards of practice deemed by the Board in its discretion to bring discredit upon the Association;
 - d) other professional misconduct, breach of ethical standards or violation of SMSNA policies not warranting automatic expulsion.
4. Procedures for Ethics Committee Consideration and Challenge Procedures for any Disciplinary Action Proposal other than Dismissal of the Complaint. Should an assertion of a violation be made to the SMSNA or its officers, it will be referred to the Ethics Committee for investigation and recommendation. The procedure shall be as follows:
 - a) The Committee shall review submitted materials, which may (but will not necessarily), include information requested from the member charged.
 - b) Following investigation, shall notify the member in writing of the grounds of the proposed sanction.
 - c) The member under investigation shall be afforded an opportunity within thirty (30) days to note a challenge to the sanction.
 - d) If a hearing is requested, it will take place at either the annual meeting of the AUA or SMSNA.

- e) Whether a hearing is requested, or materials are submitted in writing, the member shall be afforded the right to counsel, and an opportunity to present evidence or argument to demonstrate that the sanction should not be issued
 - f) Following the submission or hearing, will consider the challenge and shall submit its recommendation to the SMSNA Board of Directors for disciplinary action as warranted.
5. Notice to Member. A formal rebuke may be issued only upon majority vote of the Board of Directors. A member issued a rebuke shall receive written notification of this action from the SMSNA President. The final decision of the Board of Directors shall not be subject to further challenge or appeal.
6. Consequences of a Rebuke. Members rebuked by the Board of Directors are not in good standing with the SMSNA and shall have privileges of membership suspended for a five-year period. All other benefits and obligations of membership are retained. The Board may impose conditions for remediation. At the conclusion of the rebuke period a member's privileges may be restored after appropriate review by the Ethics Committee.
7. Expulsion of a Member. An expulsion is an official action of the SMSNA Board of Directors which removes rights and privileges of membership in the association. It shall be grounds for automatic expulsion of an existing member in any category, or denial of full membership to any applicant or candidate member, that the member or prospective member:
- a) has been convicted of a felony, misdemeanor involving moral turpitude, or a crime involving illicit drugs;
 - b) has been found guilty or responsible for a serious violation of SMSNA policy, after appropriate investigation by the Ethics Committee or other body charged with such investigation.
 - c) has lost his/her professional license, has had his/her license suspended or revoked, or has been required to forfeit his/her license in any state or jurisdiction where previously licensed, for grounds involving improper or unprofessional conduct, or breach of the applicable code of ethics, or departure from professional or ethical standards of practice or conduct;
 - d) has surrendered his/her professional license in order to avoid formal action that would lead to revocation by the licensing authority in any state or jurisdiction, for grounds involving improper or unprofessional conduct, or breach of the applicable code of ethics, or departure from professional or ethical standards of practice or conduct;
 - e) has been denied medical licensure for grounds involving improper or unprofessional conduct, or breach of the applicable code of ethics, or departure from professional or ethical standards of practice or conduct;
 - f) has been expelled or suspended by any AUA Section, by the American Medical Association, by any state medical association or society, or state urological society, or had his/her certificate from the American Board of Urology revoked or withdrawn, for any of the grounds or reasons recited in this Section;
 - g) has been served three (3) rebukes by the SMSNA.

- h) the Board reserves the right to expel a member for an egregious departure from professional standards of conduct or practice deemed by the Board in its discretion to bring discredit upon the Association.
- 8. Appeal. Any expelled member shall be notified of this action by the SMSNA over the signature of the President and may, within thirty (30) days, appeal such expulsion by written communication to the SMSNA Board of Directors. The Board of Directors, at its next regular meeting, may affirm or reverse the expulsion or may refer the matter for review to its Ethics Committee for their recommendation to the Board of Directors for a final decision.
- 9. Reapplication. Persons expelled from SMSNA membership may reapply through the usual channels after three years and will be subject to 1) review by the Ethics Committee, and 2) the same scrutiny and requirements that any new applicant would undergo. Two expulsions shall bar the individual from any reapplication ever for membership in the SMSNA.
- 10. Referral. The SMSNA shall notify the National Practitioner Data Bank, when required by law, of disciplinary actions adversely affecting SMSNA membership status, and relating to patient health, safety or welfare. Nothing in this Section shall be construed to prevent the Association, acting through its Board of Directors, from referring a matter of discipline involving possible violation of ethical or professional standards to the appropriate state medical disciplinary board or public authority having presumptive jurisdiction.

ARTICLE XIII CONFLICTS AND DISCLOSURES

Section A.: Disclosure of Conflicts

Officers, Directors, candidates for executive offices and the Board of Directors, as well as presenters at any Scientific Meeting of the Society shall disclose any relationship with any professional organization, publishing or pharmaceutical company, or other business, corporation, individuals or other agents, private or public, financial or non-financial, which could be perceived as possibly influencing judgment of the individual or otherwise interfere with the individual working toward the goals, purposes or spirit of the Society and its official journal. Such conflicts or potential conflicts must be disclosed in writing to the Society in such form and format and at such times as requested by the Board of Directors. Any failure to disclose any relevant information requested shall be deemed a conflict of interest in and of itself.

Section B.: Conflicts of Interest

- 1. Elected Officers and Directors of Society shall avoid conflicts of interest between their personal or professional activities and the goals, purposes or spirit of the Society, as a qualification for office. An Officer or Director shall be deemed to have a conflict of interest with the Society if he or she holds a position in another professional, business or other type of organization which limits or affects the Officer's or Director's ability to promote the goals, purposes or spirit of the Society freely and vigorously, or if the Officer or Director fails or refuses to disclose fully any actual or potential conflict of interest when requested to do so by the Board of Directors.

2. Should the Board of Directors discover or suspect a conflict of interest by an Officer, Director or candidate for a position as Officer or Director, the Board of Directors shall refer the matter to the Conflict of Interest (COI) Committee. The COI Committee shall report its findings to the Board of Directors. Following such findings, the Board of Directors shall be empowered to impose appropriate discipline on the individual including, but not limited to: letter of reprimand; letter of censure; and temporary or permanent disqualification or termination of the individual from service as an Officer or Director of the Society.
3. A record of deliberations of the COI Committee and the Board of Directors with respect to conflicts of interest shall be kept. A disciplined individual may appear before the Board of Directors for a hearing. The purposes of the hearing are the clarification of the reasons for the disciplinary action, the negotiation of a potential resolution of the conflict of interest, giving the individual the opportunity to defend himself or herself against the disciplinary action, and the imposition of appropriate disciplinary action, if any. The disciplined individual may appeal the decision of the Board of Directors to the membership of the Society at a business meeting, but a three-quarters (3/4) majority vote of the Active members present at this meeting shall be required to overturn the decision of the Board of Directors.

These Bylaws were adopted by a two-thirds majority vote of the Active Members present at the first Annual Business Meeting of the Society for the Study of Impotence at San Francisco, California, May 14, 1994.

William Furlow, President

Ira D. Sharlip, Secretary/Treasurer

The first amendment of these Bylaws was adopted by the Membership on May 4, 1996.

Alvaro Morales, President

Ira D. Sharlip, Secretary/Treasurer

The second amendment of these Bylaws was adopted by the Membership on April 27, 2000.

Alvaro Morales, President

Ira D. Sharlip, Secretary/Treasurer

The third amendment of these Bylaws, including the change of name of the Society to the Sexual Medicine Society of North America, Inc. was adopted by the membership on June 3, 2001.

Ira D. Sharlip, President

Gregory Broderick, Secretary

The fourth amendment of these Bylaws was adopted by the membership on April 27, 2003.

Culley Carson, President

Gregory Broderick, Secretary

The fifth amendment of these Bylaws was adopted by the membership on January 15, 2005

Wayne J. G. Hellstrom, President

Craig F. Donatucci, Secretary

The sixth amendment of these Bylaws was adopted by the membership on August 29, 2012.

Arthur L. Burnett, II, President

Gerald B. Brock, Secretary

The seventh amendment of these Bylaws was adopted by the membership on November 22, 2013.

Arthur L. Burnett, II, President

Hossein Sadeghi-Nejad, Secretary

The eighth amendment of these Bylaws was adopted by the membership on November 22, 2014.

Lawrence S. Hakim, President

Hossein Sadeghi-Nejad, Secretary

The ninth amendment of these Bylaws was adopted by the membership on May 7, 2016.

Run Wang, President

Mohit Khera, Secretary

The tenth amendment of these Bylaws was adopted by the membership on May 18, 2018.

Hossein Sadeghi-Nejad, President

Mohit Khera, Secretary

The eleventh amendment of these Bylaws was adopted by the membership on October 25, 2019.

Hossein Sadeghi-Nejad, President

Mohit Khera, Secretary

The twelfth amendment of the Bylaws was adopted by the membership on November 12, 2020.

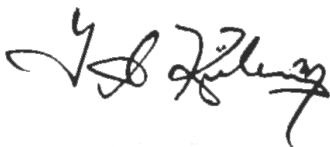
Hossein Sadeghi-Nejad, President

Mohit Khera, Secretary

The thirteenth amendment of the Bylaws was adopted by the membership on October 22, 2021.



Serge Carrier, President



Tobias Köhler, Secretary